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August 5, 2008

**VIA ELECTRONIC FILING**

Ms. Marlene H. Dortch  
Secretary  
Federal Communications Commission  
445 12th Street S.W.  
Washington, D.C. 20554

Re: *Petitions of Qwest Corporation for Forbearance Pursuant to 47 U.S.C. Section 160(c) in the Denver, Minneapolis-St. Paul, Phoenix, and Seattle Metropolitan Statistical Areas – WC Docket No. 07-97*  
*Petitions of the Verizon Telephone Companies for Forbearance Pursuant to 47 U.S.C. § 160(c) in the Boston, New York, Philadelphia, Pittsburgh, Providence, and Virginia Beach Metropolitan Statistical Areas – WC Docket No. 06-172*

Dear Ms. Dortch:

Enclosed for filing in WC Docket No. 07-97 is the Protective Order Acknowledgments of Genevieve Morellis of the law firm of Kelley Drye & Warren LLP. The acknowledgments are filed in accordance with paragraphs 3 and 10 of the First and Second Protective Orders dated August 4, 2008, issued by the Wireline Competition Bureau in the above-referenced proceeding.

Please feel free to contact the undersigned counsel at (202) 342-8640 if you have any questions regarding this filing.

KELLEY DRYE & WARREN LLP

Ms. Marlene H. Dortch  
August 5, 2008  
Page Two

Sincerely,

A handwritten signature in black ink, appearing to read "D. L. Crock". The signature is fluid and cursive, with the first name "D." and last name "Crock" clearly distinguishable.

Devin L. Crock

cc Denise Coca  
Counsel for Verizon  
Counsel for Cox Communications  
Counsel for Qwest Corporation  
Counsel for PAETEC Communications  
Counsel for Time Warner Telecom, Inc.; Integra Telecom, Inc.  
Counsel for Comcast Corproation

**APPENDIX B - ATTACHMENT A****Acknowledgment of Confidentiality****WC Docket No. 07-97**

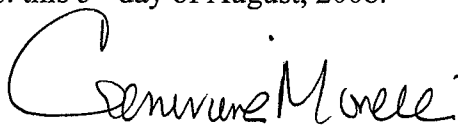
I hereby acknowledge that I have received and read a copy of the foregoing *Modified Second Protective Order* in the above-captioned proceeding, and I understand it. I agree that I am bound by the *Modified Second Protective Order* and that I shall not disclose or use Stamped Highly Confidential Documents or Highly Confidential Information except as allowed by this *Modified Second Protective Order*. I acknowledge that a violation of the *Modified Second Protective Order* is a violation of an order of the Federal Communications Commission.

Without limiting the foregoing, to the extent that I have any employment, affiliation or role with any person or entity other than a conventional private law firm (such as, but not limited to, a lobbying or public interest organization), I acknowledge specifically that my access to any information obtained as a result of the *Modified Second Protective Order* is due solely to my capacity as Outside Counsel of Record or Outside Consultant to a party or other person described in paragraph 6 of the foregoing *Modified Second Protective Order* and that I will not use such information in any other capacity nor will I disclose such information except as specifically provided in the *Modified Second Protective Order*.

I acknowledge that it is my obligation to ensure that: (1) Stamped Highly Confidential Documents and Highly Confidential Information are used only as provided in the *Modified Second Protective Order*; and (2) Stamped Highly Confidential Documents are not duplicated except as specifically permitted by the terms of paragraphs 7, 10, 11, and 13 of the *Modified Second Protective Order*, and I certify that I have verified that there are in place procedures at my firm or office to prevent unauthorized disclosure of Stamped Highly Confidential Documents or Highly Confidential Information.

Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the *Modified Second Protective Order*.

Executed at Washington D.C. this 5<sup>th</sup> day of August, 2008.

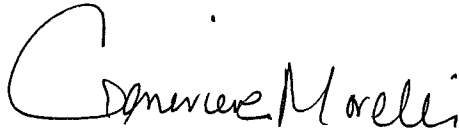


Genevieve Morelli  
Partner  
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**APPENDIX A - ATTACHMENT A**  
**WC DOCKET NO. 07-97**

I have received a copy of the *Modified First Protective Order* in WC Docket No. 07-97. I have read the order and agree to comply with and be bound by the terms and conditions of the *Modified First Protective Order*. The signatory understands, in particular, that unauthorized disclosure, or the use of the information for competitive commercial or business purposes, will constitute a violation of the *Modified First Protective Order*.

SIGNATURE:



NAME PRINTED: Genevieve Morelli

TITLE: Partner

ADDRESS: 3050 K Street NW Suite 400, Washington, D.C. 20007

REPRESENTING: Covad Communications Group, NuVox, XO Communications, LLC

EMPLOYER: Kelley Drye &amp; Warren, LLP

DATE: August 5, 2008